

COMMONWEALTH OF KENTUCKY
TREY GRAYSON
SECRETARY OF STATE



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Trey Grayson
Secretary of State
Received and Filed

07/29/2005 12:58:00 PM

Fee Receipt: \$90.00

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of KRS Chapter 275, the undersigned hereby applies for authority to transact business in Kentucky on behalf of the limited liability company named below and for that purpose submits the following statements:

1. The company is ☒ a limited liability company (LLC).
☐ a professional limited liability company (PLLC).

2. The name of the limited liability company is

Amazon.com, LLC

3. The name of the limited liability company to be used in Kentucky is

(If "real name" is unavailable for use)

4. Delaware is the state or country of organization.

5. August 11, 1999 is the date of organization and, if the limited liability company has a specific date of dissolution, the latest date upon which the limited liability company is to dissolve is

6. The street address of the office required to be maintained in the state of formation or, if not so required, the principal office address is

1200 12th Ave S, Suite 1200

Seattle

WA

98144

Street

City

State

Zip Code

7. The names and usual business addresses of the current managers, if any, are as follows:

(See Attached)

Name

Address

Name

Address

(Attach a continuation, if necessary)

8. The street address of the registered office in Kentucky is

Kentucky Home Life Building, Louisville, Kentucky 40202

Street

City

State

Zip Code

and the name of the registered agent at that office is

C T Corporation System

9. This application will be effective upon filing, unless a delayed effective date and/or time is specified:

(Delayed effective date and/or time)

I certify that, as of the date of filing this application, the above-named limited liability company validly exists as a limited liability company under the laws of the jurisdiction of its formation.


Signature

Barbara Worlein, Assistant Secretary

Type or Print Name & Title

Date: July 18, 20 05

I, C T Corporation System

Type or print name of registered agent

consent to serve as the registered agent on behalf of the limited liability company.


Signature of Registered Agent

Kathleen C. Garepy Asst. Sec.

Type or Print Name & Title

Company Active Officer and Director List



Amazon.com LLC

Officer		Elected Term Ended
Thomas J. Szkutak	President and Chief Financial Officer	9/22/2003
Diego Piacentini	Senior Vice President	9/22/2003
L. Michelle Wilson	Senior Vice President and Secretary	9/22/2003
Jeffrey Belle	Vice President	1/19/2004
Jason M. Bristow	Vice President and Treasurer	9/22/2003
Bill Carr	Vice President	4/19/2005
Robert D. Comfort	Vice President	3/1/2001
Glenn Cunningham	Vice President	9/22/2003
Christopher J. Nielsen	Vice President	1/17/2005
Mark S. Peek	Vice President	5/25/2000
G. Cayce Roy	Vice President	1/19/2004
Jonathan M. Witham	Vice President	6/30/2004
Joni L. Berger	Assistant Secretary	9/22/2003
Barbara J. Worlein	Assistant Secretary	1/19/2004

Director		Elected Term Ended
Jason M. Bristow	Manager	9/22/2003
Mark S. Peek	Manager	5/25/2000
L. Michelle Wilson	Manager	9/8/1999

Addresses for all Officers and Directors:
 1200 12th Ave S, Suite 1200
 Seattle, Washington 98144-2734

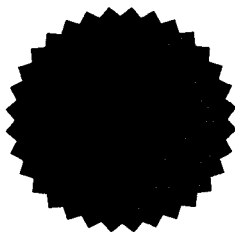
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMAZON.COM LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JULY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4048400

DATE: 07-26-05